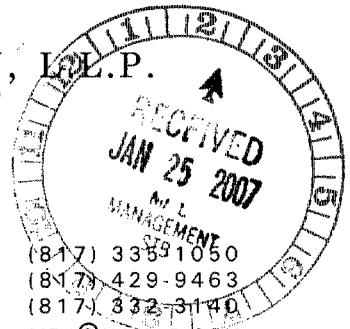


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(A REGISTERED LIMITED LIABILITY PARTNERSHIP OF PROFESSIONAL CORPORATIONS)

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* BOARD CERTIFIED-ESTATE PLANNING AND PROBATE
**BOARD CERTIFIED-CIVIL TRIAL
TEXAS BOARD OF LEGAL SPECIALIZATION

January 24, 2007

FEDERAL EXPRESS

RECORDATION NO. 23607B FILED

JAN 25 '07

3-41 PM

SURFACE TRANSPORTATION BOARD

Mr. Vernon A. Williams, Secretary
1925 K Street, N.W.
Surface Transportation Board
Washington, DC 20423

Dear Secretary Williams:

Enclosed are two originals of the document described below, to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code.

This document is a Termination of Head Lease Agreement, a secondary document, dated January 3, 2007. The primary document to which this is connected is recorded under Recordation No. 23607.

The names and addresses of the parties to the document are as follows:

Head Lessor/	Dial & Companies, Inc.
Head Lessee:	3340 Camp Bowie Blvd., Suite 200
	Fort Worth, Texas 76107

A description of the equipment covered by the document follows:

337 Aluminum BethGon Coalporter 286,000 pound cars numbered CWEX 4001-4345, to be renumbered COAX 4001-4345, respectively.

A short summary of the document to appear in the index follows:

Termination of Head Lease Agreement regarding Memorandum of Head Lease Agreement with Recordation No. 23607 dated January 3, 2007 and covering 337 Aluminum BethGon Coalporter 286,000 pound cars numbered CWEX 4001-4345, to be renumbered COAX 4001-4345, respectively.

January 24, 2007

Page 2

A check in the amount of \$34.00 payable to "Secretary, Surface Transportation Board" is enclosed. Please return the original, and any extra copies not needed by the Board for recordation, to the undersigned.

Yours very truly,

Margaret E. Holland

Margaret E. Holland

Enclosures

cc: Mr. Russell D. Dial
Mr. Ian Irvine

JAN 25 '07

3:41 PM

TERMINATION OF HEAD LEASE AGREEMENT
SURFACE TRANSPORTATION BOARD

THIS TERMINATION OF HEAD LEASE AGREEMENT is made as of January 3, 2007 by Dial & Companies, Inc. ("Dial"), as head lessor and as head lessee.

WITNESSETH:

WHEREAS, Banc of America Leasing & Capital, LLC ("Banc of America") and Dial are parties to that certain Memorandum of Head Lease Agreement dated as of November 30, 2000 (the "Head Lease"), which has been recorded with the Surface Transportation Board (the "Board") on August 8, 2001 under Recordation Number 23607 concerning 337 Aluminum BethGon Coalporter 286,000 pound cars numbered CWEX 4001-4345, to be renumbered COAX 4001-4345, respectively, which Head Lease was assigned by Banc of America and assumed by Dial pursuant to an Assignment and Assumption Agreement effective January 3, 2007; and

WHEREAS, the duties and obligations of the parties to the Head Lease have been satisfied and discharged.

NOW, THEREFORE, in consideration of the promises and covenants in the documents set forth above by reference, and for other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and the authority to issue and execute this document, intending to be legally bound, and recognizing the need to officially terminate the Head Lease in the files of the Board, Dial hereby terminates and cancels the Head Lease as of the date herein first written above; provided that this termination does not apply to provisions of the Head Lease stated to survive such termination.

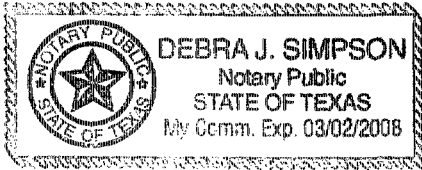
IN WITNESS WHEREOF, Dial has caused this Termination of Head Lease Agreement to be duly executed as of the date hereinabove first written.

Dial & Companies, Inc.

By: 
Russell D. Dial, Vice President

[illegible]

On this 23rd day of January, 2007, before me personally appeared Russell D. Dial, to me personally known, who being duly sworn, says that he is an officer of Dial & Companies, Inc., that said instrument was signed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Debra A. Simpson
Notary Public, State of Texas

(Print or Type Notary's Name)

My Commission Expires: